

Exhibit D

Budget and Staffing Plan

Exhibit D-1

Budget Plan for the Compensation Period

Matter	Matter	June 2020		July 2020		August 2020		September 2020	
		Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees
33260.0002	PROMESA TITLE III: COMMONWEALTH	\$1,246,589.40	\$1,400,000	\$1,304,179.80	\$1,500,000	\$1,177,303.50	\$1,300,000	\$1,401,965.40	\$1,400,000
33260.0034	COMMONWEALTH TITLE III - HEALTHCARE	\$86,352.30	\$100,000	\$56,412.00	\$90,000	\$117,621.90	\$125,000	\$29,386.20	\$75,000
33260.0035	COMMONWEALTH TITLE III - APPOINTMENTS CLAUSE	\$0.00	\$0	\$30,754.50	\$0	\$0.00	\$0	\$0.00	\$0
33260.0036	COMMONWEALTH TITLE III - UPR	\$7,101.00	\$5,000	\$0.00	\$5,000	\$552.30	\$2,500	\$0.00	\$2,500
33260.0039	COMMONWEALTH TITLE III - RULE 2004	\$186,276.90	\$185,000	\$203,450.70	\$200,000	\$132,877.20	\$180,000	\$103,278.30	\$150,000
33260.0040	COMMONWEALTH TITLE III - COOPERATIVAS	\$9,783.60	\$20,000	\$946.80	\$15,000	\$42,684.90	\$65,000	\$102,412.20	\$130,000
33260.0041	COMMONWEALTH TITLE III - MISCELLANEOUS	\$28,780.20	\$65,000	\$341,537.10	\$400,000	\$97,440.00	\$150,000	\$40,239.00	\$100,000
33260.0061	COMMONWEALTH TITLE III - FISCAL PLAN/BUDGET LITIGATION	\$70,142.10	\$65,000	\$48,270.30	\$65,000	\$2,051.40	\$10,000	\$0.00	\$5,000
33260.0069	COMMONWEALTH TITLE III - APPU V UNIVERSITY OF PUERTO RICO	\$14,048.40	\$0	\$60,753.00	\$80,000	\$20,342.70	\$25,000	\$315.60	\$12,500
33260.0072	COMMONWEALTH TITLE III - GO & GUARANTEED BONDS LIEN	\$11,025.30	\$10,000	\$5,049.60	\$10,000	\$0.00	\$5,000	\$18,441.90	\$25,000
33260.0073	COMMONWEALTH TITLE III - AMBAC/PRIFA STAY-RELIEF MOTION	\$38,557.80	\$60,000	\$109,479.90	\$85,000	\$1,262.40	\$10,000	\$1,123.50	\$10,000
33260.0077	COMMONWEALTH TITLE III - COOPERATIVAS V. COSSEC	\$1,341.30	\$2,500	\$4,655.10	\$2,500	\$867.90	\$2,500	\$5,680.80	\$2,500
33260.0081	COMMONWEALTH TITLE III - LAW 29 ACTION	\$5,601.90	\$10,000	\$0.00	\$0	\$0.00	\$0	\$0.00	\$0
33260.0089	ACTION OBJECTING TO PROOFS OF CLAIM FILED BY PRIFA BONDHOLDERS	\$11,783.10	\$20,000	\$155,259.00	\$230,000	\$571,605.90	\$575,000	\$96,309.30	\$175,000
33260.0090	ACTION OBJECTING TO PROOFS OF CLAIM FILED BY CCDA BONDHOLDERS	\$73,408.50	\$85,000	\$337,107.00	\$375,000	\$545,097.00	\$575,000	\$118,999.20	\$175,000
33260.0093	CW-HTA REVENUE BOND COMPLAINT	\$223,935.60	\$260,000	\$496,938.60	\$525,000	\$762,985.80	\$800,000	\$188,298.60	\$300,000
33260.0094	CHALLENGES RE: CERTAIN LAWS AND ORDERS	\$690,984.00	\$800,000	\$472,057.20	\$525,000	\$394,242.60	\$425,000	\$321,786.90	\$405,000
33260.0096	COVID-19 CONTRACT DISPUTE	\$331,264.80	\$380,000	\$147,968.70	\$175,000	\$5,859.90	\$20,000	\$0.00	\$0
33260.0097	AMBAC BANKRUPTCY LAW CHALLENGE	\$301,551.90	\$350,000	\$193,692.60	\$230,000	\$195,311.40	\$225,000	\$3,234.90	\$75,000
33260.0098	HOUSE JOINT RESOLUTION 719	\$259,305.30	\$300,000	\$0.00	\$0	\$0.00	\$0	\$0.00	\$0
33260.0099	REVIEW OF FISCAL PLANS FOR INSTRUMENTALITIES	\$190,543.50	\$200,000	\$2,130.30	\$0	\$0.00	\$0	\$0.00	\$0
33260.0100	COMMONWEALTH TITLE III CHALLENGE TO PENSION LAWS	\$0.00	\$0	\$0.00	\$0	\$333,510.30	\$350,000	\$142,995.90	\$275,000
Commonwealth TOTAL		\$3,788,376.90	\$4,317,500	\$3,970,642.20	\$4,512,500	\$4,401,617.10	\$4,845,000	\$2,574,467.70	\$3,317,500
ESTIMATED FEES Compensation Period (June 2020 - September 2020) TOTAL:									\$16,992,500.00
ACTUAL FEES Compensation Period (June 2020 - September 2020) TOTAL:									\$14,735,103.90
Percent Variance (Actual vs. Budgeted Fees)									13.3% below budget

Exhibit D-2

Staffing Plan for the Compensation Period

Staffing Plan for the Compensation Period¹

Category of Timekeeper²	Number of Timekeepers Expected to Work on The Matter During the Budget Period³	Average Hourly Rate⁴
Partners	35	\$789
Senior Counsel	8	\$789
Associates	54	\$789
e-Discovery Attorneys	9	\$390
Paraprofessionals	21	\$270
Total:	127	

¹ The actual number of timekeepers who worked on this matter during the Compensation Period was 120, and thus 7 fewer than anticipated.

² Attorney Practice Groups: BSGR&B, Tax, Health Care, Labor & Employment, Litigation, and Corporate.

³ The chart reflects Proskauer's staffing plan for the designated period based on currently foreseeable activities. Actual staffing needs, including additional attorneys, may vary materially based on actual facts and circumstances arising in the designated period, including as a result of currently unanticipated disputes. The staffing plan currently includes attorneys from the BSGR&B; Tax; Health Care; Labor & Employment; Litigation; and Corporate practice groups. The expertise of attorneys from other specialized areas is likely to be required during the course of these PROMESA Title III cases.

⁴ As explained in the Application, Proskauer's Engagement Letter provides as of January 1, 2020 for rates 4% higher than these rates, but Proskauer agreed, at the Oversight Board's request, not to request allowance and payment of the incremental rates at this time.